

COPY

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x

SSP CAPITAL PARTNERS, LLC,

Plaintiff,

-against-

1:07-cv-03878 (NRB)

MANDALA, LLC, HAROUST, LLC,

HAMILTON GRANGE, LLC and

316 SECOND AVENUE, LLC,

Defendants.

-----x

April 9, 2008

2:12 p.m.

Deposition of RICHARD KAPLIN, ESQ.,  
held at the offices of KAPLIN, DICONZA,  
LaROCCA, DICUNTO & KAPLIN, LLP, 478 Bay  
Ridge Parkway, Brooklyn, New York, pursuant  
to Notice, before Stephen Kleinman, a Notary  
Public within and for the State of New York.

A P P E A R A N C E S:

YESKOO HOGAN & TAMLYN, LLP

Attorneys for Plaintiff

535 Fifth Avenue

New York, New York 10017

BY: RICHARD C. YESKOO, ESQ.

LAW OFFICES OF MICHAEL T. SUCHER

Attorneys for Defendants

26 Court Street, Suite 2412

Brooklyn, New York 11242

BY: MICHAEL T. SUCHER, ESQ.

ALSO PRESENT:

HAROUTIAN DENDARIAN

**IT IS HEREBY STIPULATED AND AGREED**, by and between the attorneys for the respective parties herein, that filing and sealing be and the same are hereby waived.

**IT IS FURTHER STIPULATED AND AGREED** that all objections, except as to the form of the question, shall be reserved to the time of the trial.

**IT IS FURTHER STIPULATED AND AGREED** that the within deposition may be signed and sworn to before any officer authorized to administer an oath, with the same force and effect as if signed and sworn to before the officer before whom the within deposition was taken.

1

2 **R I C H A R D K A P L I N, E S Q.,**

3 called as a witness, having been duly sworn

4 by a Notary Public, was examined and

5 testified as follows:

6 **EXAMINATION BY**7 **MR. YESKOO:**8 Q. Would you state your business address  
9 for the record, please.10 A. 478 Bay Ridge Parkway, Brooklyn, New  
11 York.

12 Q. And what is your occupation?

13 A. I am an attorney.

14 Q. Did you represent Haroutian Denderian  
15 and related companies in February of 2007?16 A. I was going represent to him, but we  
17 never got that far.18 Q. Okay. Let me show what I will mark as  
19 Plaintiff's Exhibit 1.20 (Plaintiff's Exhibit 1, secured loan  
21 document, marked for identification.)22 Q. Let me show you has been marked as  
23 Plaintiff's Exhibit 1.24 Have you seen a copy of this document  
25 before?

1 *R. Kaplin, Esq.*

2 A. I recognize the name SSP Capital  
3 Partners, LLC. I couldn't tell you whether I saw  
4 this particular document before or other  
5 correspondence from them.

6 Q. This document contemplates a loan from  
7 SSP Capital Partners to various corporations  
8 listed on the first page.

9 Were you aware of a proposed loan?

10 A. Yes.

11 Q. Okay. Can you tell me what legal  
12 services, if any you, provided with respect to  
13 that loan?

14 A. Mr. Denderian had contacted me in and  
15 around this time, inquiring whether another of my  
16 clients that he had borrowed money from before and  
17 for whom I had acted as lender's attorney would be  
18 interested in loaning him money. I contacted my  
19 client and found out that he was not interested in  
20 giving Mr. Denderian or his companies another  
21 mortgage. Mr. Denderian then asked me if I know  
22 anyone else that might. I did contact another  
23 potential lender for him.

24 In and around at that time, Mr.  
25 Denderian had various conversations with that

1 *R. Kaplin, Esq.*

2 other potential lender about whether or not they  
3 would loan him money and under what terms. There  
4 were a variety of properties involved.

5 During the course of that process, Mr.  
6 Denderian asked me if I would represent him if any  
7 of these loans went to a closing, because his  
8 usual attorney by the name of Sam Ofsevit was ill,  
9 I believe was ill and he was not able to represent  
10 him and he would need to close quickly on one of  
11 the potential loans that he was analyzing. I  
12 advised him that I would represent him at the  
13 closing if he did close.

14 Q. Did you in fact represent him at a  
15 closing of a loan?

16 A. Did I?

17 Q. Yes.

18 A. No.

19 Q. Do you know why the loan from SSP  
20 Capital Partners did not close?

21 A. I know that Mr. Denderian, at that  
22 point in time, was shopping for a variety of  
23 different loans. He viewed the loan from SSP that  
24 was being proposed to him as a very expensive  
25 loan, very high rate interest, very high cost and

1 *R. Kaplin, Esq.*

2 he was at that point in time shopping around for  
3 financing. This was one of the potential choices  
4 that he had.

5 Q. Were you provided with a set of  
6 closing documents for the SSP loan?

7 A. I may have been sent an email by the  
8 attorney for SSP in connection with a potential  
9 closing.

10 Q. Okay. Did you review the closing  
11 documents for the SSP loan?

12 A. No, I didn't

13 Q. I have no further questions. Thank  
14 you.

15 MR. SUCHER: Thank you.

16 (Time noted: 2:17 p.m.)

17

18

19 \_\_\_\_\_  
RICHARD KAPLIN, ESQ.

20

21 Subscribed and sworn to before me

22 this \_\_\_\_\_ day of \_\_\_\_\_, 2008.

23

24

25 \_\_\_\_\_  
(Notary Public)

\_\_\_\_\_  
My Commission Expires:

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

C E R T I F I C A T E

STATE OF NEW YORK )

: ss.

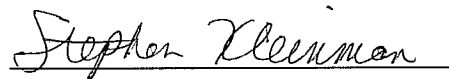
COUNTY OF NEW YORK )

I, STEPHEN KLEINMAN, a Shorthand  
Reporter and a Notary Public within and for  
the State of New York, do hereby certify  
that the foregoing deposition of RICHARD  
KAPLIN, ESQ., was taken before me on the 9th  
day of April, 2008.

That the Said testimony was taken  
stenographically by me and then transcribed.

I further certify that I am not  
related by blood or marriage to any of the  
parties to this action or interested  
directly or indirectly in the matter of  
controversy; nor am I in the employ of any  
counsel in this action.

IN WITNESS WHEREOF, I have hereunto  
set my hand this 9th day of April, 2008.



STEPHEN KLEINMAN



1

2 April 9, 2008

3

4 ----- I N D E X -----

5 WITNESS EXAMINATION BY PAGE

6 RICHARD KAPLIN, ESQ. MR. YESKOO 4

7

8 ----- INFORMATION REQUESTS -----

9 DIRECTIONS (DI): None.

10 INSERT: None.

11 RULINGS (RL): None.

12 REQUESTS (RQ): None.

13 CERTIFIED (CE): None.

14 MOTIONS (MO): None.

15

16 E X H I B I T S

17 PLAINTIFF'S EXHIBIT # PAGE

18 1, secured loan document 4

19

20

21

22

23

24

25